



**BURLINGTON NORTHERN RAILROAD**

9-076A047

LAW DEPARTMENT

RECORDATION NO

FILED 1425

MAR 17 1989 -3 25 PM

3800 Continental Plaza  
777 Main Street  
Ft. Worth, Texas 76102

(817) 878-2385  
Docket No. BN 1484

FEDERAL EXPRESS

INTERSTATE COMMERCE COMMISSION

March 15, 1989

Ms. Mildred Lee, Recordations  
Interstate Commerce Commission  
Room 2303  
12th and Constitution Ave., N.W.  
Washington, D.C. 20423

3/27/89  
Date  
Fee \$13.00  
ICC Washington, D.C.

Re: Document for Recordation: Release and Disclaimer to  
Burlington Northern Inc. (now Burlington Northern Rail-  
road Company) Equipment Trust of 1971, Series 3

Dear Ms. Lee:

I am enclosing six counterparts of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

The document to be recorded, a secondary document, is a Release and Disclaimer, dated February 7, 1989.

The primary document to which the Satisfaction and Bill of Sale is connected, was recorded with the Interstate Commerce Commission on December 20, 1971, and assigned Recordation No. 6432.

The names and addresses of the parties to the transaction are:

Trustee: Citibank, N.A.  
Five Hanover Square, 14th Floor  
New York, New York 10004

Owner: Burlington Northern Railroad Company  
3800 Continental Plaza  
777 Main Street  
Fort Worth, Texas 76102

A general description of the equipment covered by the enclosed Release and Disclaimer is listed in said document.

Ms. Mildred Lee  
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A fee of \$13.00 is enclosed for recording the Release and Disclaimer. Please return the original and any extra copies not needed by the Commission for recordation to the undersigned.

A short summary of the document to appear in the index follows:

Release and Disclaimer, dated February 7, 1989, to the Burlington Northern Inc. (now Burlington Northern Railroad Company) Equipment Trust of 1971, Series 3 (ICC Recordation No. 6432, December 20, 1971), releasing and disclaiming any and all right, title and interest to the equipment described in said document.

Very truly yours,

*Rebecca R. Martin*

Rebecca R. Martin  
Legal Assistant

RRM/bb,32  
Enclosures

RECORDATION NO. 6432  
MAR 17 1989 - 3 25 PM  
INTERSTATE COMMERCE COMMISSION

Executed in 7 Counterparts  
of which this is No. 7

RELEASE AND DISCLAIMER

WHEREAS, by a certain Equipment Trust Agreement, dated as of December 1, 1971, executed by First National City Bank (now Citibank, N.A.), as Trustee, ("Citibank"), and Burlington Northern Inc. (now Burlington Northern Railroad Company), (the "Railroad"), there was established "Burlington Northern Inc. Equipment Trust of 1971, Series 3," hereinafter referred to as the "Agreement"; and

WHEREAS, the Agreement was filed on December 20, 1971, with the Interstate Commerce Commission pursuant to Section 11303 of the Interstate Commerce Act, Recordation No. 6432. WHEREAS on January 21, 1981, a Supplemental Agreement was erroneously filed under Recordation No. 6432 purportedly extending the lien created under the Agreement to four additional tank cars;

NOW THEREFORE, Citibank, N.A., as Trustee, hereby releases and disclaims any and all right, title and interest to the following described equipment which was erroneously subjected to the lien of the Burlington Northern Inc. Equipment Trust of 1971, Series 3:

Four 26,000 gallon tank cars bearing Railroad Nos.  
BN 875065 through 875068.

CITIBANK, N.A.,  
as Trustee under the Burlington  
Northern Inc. Equipment Trust  
of 1971, Series 3

By: 

ATTEST:

  
LORRAINE MORAN  
Trust Officer

STATE OF NEW YORK )  
COUNTY OF NEW YORK )

ss.

On this 7th day of February, 1989, before me personally appeared S.D. MINEO, to me personally known, who, being by me duly sworn, says that he/she is a ASSISTANT VICE PRESIDENT of Citibank, N.A., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

ENZO L. CARBOCCI  
Notary Public, State of New York  
No. 43-5605595  
Qualified in Richmond County  
Certificate Filed in New York County  
Term Expires March 30, 1990